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Heng Hup Holdings Limited

興合控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1891)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 19 DECEMBER 2024

Reference is made to the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of Heng Hup Holdings Limited (the “**Company**”) dated 29 November 2024, in relation to, proposed amendments to the articles and adoption of new articles of association, 2025 Master Purchase Agreements. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE EGM

At the EGM held on 19 December 2024, a poll was demanded by the chairman of the EGM for voting on all the resolutions (the “**Resolution(s)**”) proposed at the EGM as set out in the Notice of EGM.

As at the date of the EGM, the Company has 1,000,000,000 Shares in issue. As at the date of the EGM, the Sia Brothers held 681,680,000 Shares (representing 68.17% of the existing issued share capital of the Company) among which 441,680,000 Shares are held in the capacity as interest in a controlled corporation, 192,000,000 Shares are held in the capacity as interests held jointly with another person and 48,000,000 Shares are held in the capacity as beneficial owner. The Sia Brothers are the controlling Shareholders of the Company and collectively, they are able to exercise control over the voting right of 681,680,000 Shares. As the Sia Brothers are deemed to have interests in the 2025 Master Purchase Agreements and the transactions contemplated thereunder, the Sia Brothers and their associates are required to abstain from voting on the relevant resolution(s) approving the 2025 Master Purchase Agreements and the transactions contemplated thereunder at the EGM and have so abstained. Save for the Sia Brothers, no Shareholders are required to abstain from voting on the resolution(s) relating to the 2025 Master Purchase Agreements and the transactions contemplated thereunder at the EGM.

Accordingly, the total number of Shares of the Company entitling the Shareholders to attend the EGM and vote for or against the Resolution numbered 1 was 1,000,000,000 Shares and the total number of Shares of the Company entitling the Independent Shareholders to attend the EGM and vote for or against the Resolutions 2 and 3 was 318,320,000 Shares.

Save as disclosed above, no other Shareholders have a material interest in the Resolutions proposed at the EGM and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting at the EGM. No parties had indicated in the Circular that they intend to vote against or abstain from voting on the proposed resolutions at the EGM.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

All the Directors attended the EGM either in person or by electronic means.

Full text of the Resolutions is set out in the Notice of EGM. The poll results in respect of the Resolutions proposed at the EGM are as follows:

| Special Resolution | | Number of Shares represented by votes (approximate %) | |
|---------------------------|---|--|--------------------|
| | | For | Against |
| 1. | To approve and confirm the adoption of the third amended and restated articles of association of the Company and to authorize any one director of the Company to execute all such documents and do all such other acts and things to effect the same. | 761,764,000 (99.98%) | 188,000 (0.02%) |

As not less than 75% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the EGM were cast in favour of the above resolution numbered 1, the above resolution was duly passed as a special resolution of the Company at the EGM.

Note: The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Shareholders voted at the EGM in person, by authorised corporate representative(s) or by proxies.

| Ordinary Resolutions | | Number of Shares represented by votes (approximate %) | |
|----------------------|--|---|--------------------|
| | | For | Against |
| 2. | To approve, confirm and rectify the Lek Seng Master Purchase Agreement and the transactions contemplated thereunder (including but not limited to the proposed annual caps). | 80,084,000 (99.77%) | 188,000 (0.23%) |
| 3. | To approve, confirm and rectify the Chye Seng Huat Trading Master Purchase Agreement and the transactions contemplated thereunder (including but not limited to the proposed annual caps). | 80,084,000 (99.77%) | 188,000 (0.23%) |

As more than 50% of the votes attaching to the Shares held by the Independent Shareholders present and voting in person or by proxy at the EGM were cast in favour of the above resolutions numbered 2 and 3, the above resolutions were duly passed as ordinary resolutions of the Company at the EGM.

Note: The number of votes and percentage of the voting as stated above are based on the total number of Shares held by the Independent Shareholders voted at the EGM in person, by authorised corporate representative(s) or by proxies.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The proposed amendments have been approved by the Shareholders by way of a special resolution at the EGM and have become effective on 19 December 2024. The full text of the New Articles of Association has been published on the websites of the Stock Exchange and the Company.

By order of the Board
Heng Hup Holdings Limited
Datuk Sia Kok Chin
Chairman and Chief Executive Officer

Hong Kong, 19 December 2024

As at the date of this announcement, the executive Directors are Datuk Sia Kok Chin, Datuk Sia Keng Leong, Mr. Sia Kok Chong, Mr. Sia Kok Seng and Mr. Sia Kok Heong; and the independent non-executive Directors are Ms. Sai Shiow Yin, Mr. Puar Chin Jong and Mr. Chu Kheh Wee.